

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

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March 25, 2002

RECORDATION NO. 19363-A FILED

APR 11 '02 3:11 PM

SURFACE TRANSPORTATION BOARD

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: Termination of Lease of Railroad Equipment dated as of August 29, 2001 by Helm-Pacific Leasing ("Lease Termination").

Dear Mr. Williams:

On behalf of Helm-Pacific Leasing, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Three (3) fully-executed originals of the above-referenced Lease Termination.

In connection with the recording of the Lease Termination, please note the following information:

Name and Address of Lessor: Helm-Pacific Leasing
c/o Helm Pacific Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: Illinois Central Railroad Company
17550 South Ashland Avenue
Homewood, IL 60430

Equipment: 105 RBL Boxcars
IC 151600-151732 (Non Inclusive)



Please record this Lease Termination as a supplemental agreement to STB Recordation No. 19363 filed on April 19, 1995 at 3:25 PM. The filing fee of \$28.00 is included in our enclosed Check No. 5956 in the amount of \$252.00.

Summary: Termination of Lease of Railroad Equipment dated as of August 29, 2001 by Helm-Pacific Leasing for 105 RBL boxcars, IC 151600-151732 (Non Inclusive), to be filed as a supplemental agreement. Please file this Lease Termination as a supplemental agreement to STB Recordation No. 19363.

Yours truly,

A handwritten signature in cursive script, appearing to read "Sharon L. Van Fossan".

Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (3)

19363-

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of August 29, 2001 by HELM-PACIFIC LEASING, a Nebraska general partnership ("Lessor").

1. **Recitals.** Lessor entered into the Lease of Railroad Equipment dated as of February 11, 1994 ("Lease") with **Illinois Central Railroad Company**, a Delaware corporation, with respect to the one hundred five (105) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation No. 19363 filed on April 19, 1995 at 3:25 PM.

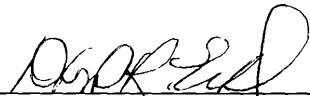
The Lease was terminated on December 31, 2000. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.


HELM-PACIFIC LEASING

By: Helm Pacific Corporation,
a General Partner

By: 
Name: David R. Eckles
Title: Chief Executive Officer

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SURFACE TRANSPORTATION BOARD

By: Union Pacific Venture Leasing,
Incorporated, a General Partner

By: 
Name: Joseph E. O'Connor, Jr.
Title: President

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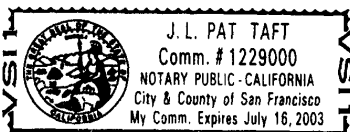
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On September 24, 2001, before me, J.L. Pat Taft, personally
appeared David R. Eckles, Chief Executive Officer of HELM PACIFIC
CORPORATION,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) ~~is~~ ~~are~~ subscribed to the within
instrument and acknowledged to me that he ~~she~~ ~~they~~ executed the same in
his ~~her~~ ~~their~~ authorized capacity(~~ies~~), and that by his ~~her~~ ~~their~~
signature(s) on the instrument the person(s), or the entity upon behalf
of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

J. Pat Taft
SIGNATURE OF THE NOTARY

[Notarial Seal]

STATE OF NEBRASKA)
) S.S.
COUNTY OF DOUGLAS)

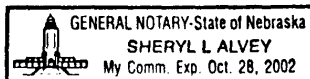
On September 20, 2001, before me, Sheryl L. Alvey,
personally appeared Joseph E. O'Connor, Jr., President of UNION PACIFIC
VENTURE LEASING, INCORPORATED,

✓ personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within
instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their
signature(s) on the instrument the person(s), or the entity upon behalf
of which the person(s) acted, executed the instrument.

Witness my hand and official seal.



Sheryl L. Alvey
SIGNATURE OF THE NOTARY

[Notarial Seal]

SCHEDULE A

Description of the Units:

One hundred five (105), 70-ton, 50', Plate B, Grade A, insulated boxcars with two (2) one piece bulkheads, either double or single plug doors and a minimum interior width of 9'2", a minimum interior height of 9'11" and a minimum interior length of 49'6".

Unit Numbers:

IC 151600-151633
151635-151646
151648-151652
151655-151668
151671-151673
151675
151678
151680-151683
151685
151686
151688
151689
151691
151693-151701
151705
151707
151708
151711-151720
151726-151728
151732

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